

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

**IN RE GOOGLE PLAY STORE  
ANTITRUST LITIGATION**

Case No. 3:21-md-02981-JD

**DECLARATION OF TINGFANG ZHANG IN  
SUPPORT OF MOTION TO SEAL**

*Epic Games, Inc. v. Google LLC, Case No.  
3:20-cv-05671-JD*

Judge James Donato

*In re Google Play Consumer Antitrust, Case  
No. 3:20-cv-05761-JD*

*Utah v. Google LLC, Case No. 3:21-cv-  
05227-JD*

*Match Group, LLC. et al. v. Google LLC et al.,  
Case No. 3:22-cv-02746-JD*

*In re Google Play Store Antitrust Litigation,  
No. 21-md-02981-JD*

I, Tingfang Zhang, declare as follows:

1. I am currently Director of Partnership and Internet Business Development at Beijing Xiaomi Mobile Software Co., Ltd. ("Xiaomi"). I am called Irene Zhang in business communications. I have been employed by Xiaomi since 2017. Over the course of my employment at Xiaomi, I have acquired personal knowledge of Xiaomi's practices and procedures concerning the maintenance of confidentiality of its strategic, business and financial information.

2. I submit this declaration pursuant to Civil Local Rule 79-5. The contents of this declaration are based on my personal knowledge, and if called as a witness in this matter, I could and would testify thereto.

1           3.       Xiaomi follows a strict practice that requires confidential treatment of all internal  
2 non-public financial information; confidential commercial proposals to third parties and  
3 confidential agreements with third parties; internal business analyses of consumer spending and  
4 revenue, market conditions, and opportunities; and internal, future strategic business plans. In my  
5 experience and to the best of my knowledge, Xiaomi does not disclose such internal information  
6 to third parties except under the strictest confidentiality protection and for strategic business  
7 collaborations.

9           4.       Among other things, the disclosure of these materials could reveal highly sensitive  
10 non-public financial information, significantly harm Xiaomi's relationships and ability to conduct  
11 business with counterparties and prospective counterparties, and/or place Xiaomi at a  
12 disadvantage with competitors who could use Xiaomi's confidential information to their  
13 advantage in competition with Xiaomi. These materials therefore have economic value from not  
14 being generally known to Xiaomi's competitors, counterparties, or the general public.

16           5.       To the best of my knowledge, the following information are highly sensitive and  
17 confidential, and derives from confidential materials generated during important business  
18 collaborations between Xiaomi and Google. As described in detail below, Xiaomi has both good  
19 cause and compelling reasons to seal this confidential information to, among other things, avoid  
20 competitive harm to both Xiaomi and third parties, avoid potentially misleading investors, and  
21 prevent competitors and potential business partners from using the information against Xiaomi in  
22 future negotiations. Text covered in green is information Xiaomi requests to be sealed.

24                           **Specific Information to Be Sealed**

25           6.       Exhibit A contains pages from various documents produced by Google in this  
26 litigation. They are from Exhibit 5 to Plaintiff's Proposed Remember Re Google's Destruction of  
27 Chat Evidence [MDL Dkt. No.608, *see also In re Google Play Consumer Antitrust Litigation* (No.  
28

3:20-cv-05761-JD) (N.D. Cal) at Dkt. No. 459 (identical version), *State of Utah, et al. v. Google LLC et al.*, No. 3:21-cv-05227-JD (N.D. Cal.) at 448 (identical version); *Match Group, LLC et al. v. Google LLC et al.*, No. 3:22-cv-02746-JD (N.D. Cal.) at 195 (identical version); *Epic Games, Inc. v. Google LLC et al.*, No. 3:20-cv-05671-JD (N.D. Cal.) at 440]. Text covered in green is information Xiaomi requests to be sealed.

7. Exhibit A contains various pages from Exhibit 5 that include sensitive financial or strategic Xiaomi information that may harm Xiaomi's business interests if revealed to the public.

Text covered in green is information Xiaomi requests to be sealed. All the information is financial or strategic in nature.

- Page 3 of Exhibit 5, originally produced as Goog-Play-004488107.R, the bottom two lines have the points Xiaomi offered to specific business partners;
- Page 6 of Exhibit 5, originally produced as Goog-Play-004488110.R, middle of the page, have the revenue number for Xiaomi's in a particular country;
- Page 8 of Exhibit 5, originally produced as Goog-Play-004488112.R, bottom line has Xiaomi's revenue sharing information;
- Page 11 of Exhibit 5, originally produced as Goog-Play-004488115.R, top line, right panel, also has Xiaomi's activation numbers in a particular country;
- Page 13 of Exhibit 5, originally produced as Goog-Play-004488116.R, second line to the top of the text part, contains Xiaomi's revenue in a particular country;
- Page 21 of Exhibit 5, originally produced as Goog-Play-004488125.R, various spots in the slide contain information either about revenue of Xiaomi or percentage of revenue from a particular source;
- Page 24 of Exhibit 5, originally produced as Goog-Play-004488128.R, contains Xiaomi revenue information from particular sources or percentage information;
- Page 33 of Exhibit 5, originally produced as Goog-Play-004488137.R, contains revenue of Xiaomi overall and from particular sources;
- Page 36 of Exhibit 5, originally produced as Goog-Play-004488140.R, contains percentage of Xiaomi revenue from a particular business at the left top corner;

- Page 37 of Exhibit 5, originally produced as Goog-Play-004488141.R, contains information regarding users' usage time;
- Page 54 of Exhibit 5, originally produced as Goog-Play-004488158.R, contains Xiaomi's revenue from a particular country; and
- Page 57 of Exhibit 5, originally produced as Goog-Play-004488161.R, contains different amount Xiaomi charged to business partners for specific features in different years.

Xiaomi does not publicly break out its revenues or profits for specific countries or into specific revenue streams, as it is revealed in this document, as such disclosures would reveal important and confidential information to competitors and counterparties regarding Xiaomi. This information has never been disclosed publicly, and disclosure would severely and adversely impact Xiaomi's ability to negotiate agreements in the future. If revealed to competitors and potential business counterparties, they could use this non-public and confidential information to disadvantage Xiaomi in marketing and in negotiations.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct and that this declaration was executed on September 29, 2023 in Beijing.

Respectfully submitted,

Dated: October 3, 2023

By: /s/ Irene Zhang  
Irene Zhang

